UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

- X

BITVESTMENT PARTNERS LLC,
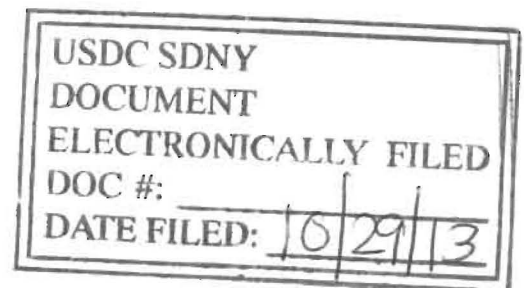
                             Plaintiff,

               -against-

COINLAB, INC., CLI HOLDINGS, INC.,
ALYDIAN INC. PETER VESSENES and JOHN
DOE,

                          Defendants.

- X

13 Civ. 7632 (RWS)

[PROPOSED]
ORDER TO SHOW CAUSE

Upon the Affidavit of Daniel H. Gallancy, in Support of Plaintiff's

Application for an Order to Show Cause, dated October 28, 2013, the Declaration of

Bryan Reyhani, Esq. dated October 29, 2013 and upon a copy of the Complaint filed

herewith, it is hereby:

ORDERED that the above-named Defendants show cause before a motion

term of this Court, at Room 18C United States Courthouse, 500 Pearl Street, in the City,

County and State of New York, on _November 20_ , 2013, at _noon_ o'clock

~~in the~~ _____ thereof, or as soon thereafter as counsel may be heard, why an order

should not be issued pursuant to Rule 65 of the Federal Rules of Civil Procedure

enjoining CoinLab Inc. ("CoinLab"), CLI Holdings Inc. ("CLI Holdings"), Alydian Inc.

("Alydian"), and Peter Vessenes (collectively, "CoinLab") and John Doe (collectively

"Defendants"), during the pendency of this action, from:

      1.   Using Bitcoin mining output for operating expenses and capital expenditures;

      2.   Transferring Bitcoins between and among themselves and to any third-parties;

      3.   Transferring any other CoinLab assets to any third party, including cash on hand;

      4.   Distributing mining equipment to third parties;

      5.   Contracting with any other parties to fulfill any other mining obligations; and

      6.   Requiring Defendants within 24 hours of being served with the notice to:

        a.   Utilize best efforts and begin to mine and deliver Bitcoins to Bitvestment

        b.   Provide Plaintiff with a comprehensive list of all Bitcoin addresses used by CoinLab and any and all affiliates and employees that mine or have mined Bitcoins since December 13, 2012, regardless of purpose of usage (*i.e.* whether the Bitcoin addresses are in usage for mining or otherwise), as well as the unencrypted private keys associated with those Bitcoin addresses; and

        c.   Immediately identify the John Doe investor by its/his/her name and relevant contact information, including business address, mailing address, email address and telephone.

IT IS FURTHER ORDERED that, based upon the Complaint, the Declaration of Bryan Reyhani, Esq., the Affidavit of Daniel H. Gallancy, and the Memorandum of Law In Support of Plaintiff's Application for a Temporary Restraining Order and Motion for a Preliminary Injunction, and the fact that the Bitcoin currency has significant fluctuation and, as such, cannot be valued easily, and having determined

2

Plaintiff is suffering, and will likely continue to suffer immediate, imminent and irreparable injury as a result of Defendants' violation of the Amended and Restated Bitcoin Services Agreement dated August 14, 2013, Defendants are temporarily restrained pending the hearing on Plaintiff's application for a preliminary injunction, and enjoined pursuant to Rule 65 of the Federal Rules of Civil Procedure from:

1.   Using Bitcoin mining output for operating expenses and capital expenditures;

2.   Transferring Bitcoins between and among themselves and to any third-parties;

3.   Transferring any other CoinLab assets to any third party, including cash on hand;

4.   Distributing mining equipment to third parties;

5.   Contracting with any other parties to fulfill any other mining obligations; and

6.   Requiring Defendants within 24 hours of being served with the notice to:

     a.   Utilize best efforts and begin to mine and deliver Bitcoins to Bitvestment

     b.   Provide Plaintiff with a comprehensive list of all Bitcoin addresses used by CoinLab and any and all affiliates and employees that mine or have mined Bitcoins since December 13, 2012, regardless of purpose of usage (*i.e.* whether the Bitcoin addresses are in usage for mining or otherwise), as well as the unencrypted private keys associated with those Bitcoin addresses; and

     c.   Immediately identify the John Doe investor by its/his/her name and relevant contact information, including business address, mailing address, email address and telephone number.

3

✓ _Security in the amount of $_____ will be posted so_

IT IS FURTHER ORDERED that email service of a copy of this order and

✓ all supporting documents upon Defendants or their counsel on or before ___5 ___ PM

o'clock ~~in the~~ ___October 29___, 2013 shall be deemed good and

sufficient service thereof; and _which service is hereby acknowledged by Defendants._

IT IS FURTHER ORDERED that any responsive papers to this motion by

Order to Show Cause shall be served by email on counsel for Plaintiff and filed with the

Clerk, with a copy delivered to chambers, on or before ___November 4___, at

_11:59_
~~5:00~~ p.m.; and

IT IS FURTHER ORDERED that any reply papers by Plaintiff shall be

served by email on counsel for Defendants and filed with the Clerk, with a copy delivered

to chambers, on or before ___November 7___, at 5:00 p.m.

Dated: New York, New York
           October 29, 2013

By: _Sweet_
                United States District Judge

Both sides are granted
expedited discovery.

4